ATTACHMENT 1 DATA REQUEST No. 1

RECENTLY ACQUIRED ERC CERTIFICATES

RESPONSE TO DATA REQUESTS MARCH 8, 2001



CANTOR FITZGERALD BROKERAGE, L. P. ENVIRONMENTAL BROKERAGE SERVICES

Los Angeles/San Francisco/New York Phone (800) 228-2955 · Fax (415) 296-9582

TRANSACTION CONFIRMATION
CONTINUOUS CLEAN AIR AUCTION
NRG-PM10-121500
Buyer

Company:

NRG Power Marketing Inc.

901 Marquette Ave., Suite 2300

Minneapolis, MN 55402

Contact:

Jim Karalus

Phone Number:

612-373-5307; 612-889-3509 (cell)

Fax Number:

612-373-8686

Counter Party:

Kenny Sandblasting

Order and Transaction Date:

12/15/00

Type of Transaction:

SCAOMD PM10 ERC Purchase

ERCs Purchased:

7 lbs/day, Coastal Zone, PM10 ERCs @ \$10,000/lb/day

Balance due Cantor Fitzgerald:

\$73,187.58 (see schedule below for detail)

Calculation of Purchase Price and Fees:

ERC Costs (7 lbs/day @ \$10,000 lb/day):

Clean Air Auction Fee ():

SCAQMD Fee:

ERC Change of Title -\$368.79/certificate

ERC Alteration - \$368.79/certificate

Total Costs:

\$70,000.00 \$368.79 \$368.79

This transaction, its terms, and the identities of Buyer and Seller shall be private and confidential. Buyer and Seller shall execute a mutually acceptable purchase and sale agreement. ERC Transfer paperwork shall be submitted as soon as practicable after 01/01/01, and ERC payment monies are to be paid by Buyer to Seller upon Buyer's receipt of the ERCs in Buyer's name. Buyer's or Seller's failure to comply with the terms of the purchase and sale agreement may result in a finding of default against the non-performing party.

Subject to the execution of a mutually acceptable purchase and sale agreement with Seller, NRG Power Marketing agrees to purchase 7 lbs/day of PM10 ERCs for \$70,000.

Authorized Name

Signature

Date

Thank You For Participating in Cantor Fitzgerald's Clean Air Auction!

لادر المكري يمكن ميراوطاق ما استدم المدام التيلا ودروسيدها

E-: 4-UU US: 36FM FROM-CANTUR FTTZGERALD EBS

AGREEMENT FOR PURCHASE AND SALE OF EMISSION REDUCTION CREDITS

THIS AGREEMENT is made this 18th day of December. 2000 by and between Kenny Sandblasting a

Corporation ("Soller"), and NRG Power Marketing Inc., a Delaware Corporation ("Buyer").

WHEREAS, Seller is the owner of 7 pounds per day ("los/day") of coastal zone particulate matter with an aerodynamic diameter of 10 microns or less ("PM10") omission reduction credits ("ERCs") ("the ERCs") which are defined in and governed by Regulation XIII of the South Coast Alc Quality Management District (the "SCAQMD").

WHERBAS, Buyer desires to purchase from Seller and Seller desires to sell to Buyer the ERCs.

AND WHERRAS, both parties desire to fully consummate this purchase and sale, and cause transfer of the ERCs as soon as they reasonably can do so.

- 1. Purchase and Sale of the ERCs. Soller shall soil to Buyor, and Buyor shall purchase from Seller the ERCs.
- Transfer of Ownership of the ERCs. Immediately upon Seller's receipt of the payment referred to in Paragraph 3 below, the ERCs shall become the sole property and entitlement of Buyer. Except as provided in Paragraph 4 below, upon the payment of monies provided for in Section 3 below of this Agreement and upon Buyer's receipt of documentation evidencing that the ERCs have been unasferred to Buyer, Buyer shall have no recourse against Seller in the event of change of law governing the ERCs.
- 3. Purchase Price. The Purchase Price for the ERCs is \$10,000 lb/day for the PM10 ERCs for a total of \$70,000,00.
- Purchase Price Payment. Providing that Duyer and Seller have received Buyer and Seller signed copies of this Agreement, by January 10, 2001. Huyer or Buyer's Agent shall deliver the completed ERC transfer paperwork to the SCAQMD to effect the transfer of the ERCs from Seller to the Buyer. Within 5 days of receipt of SCAQMD-provided documentation that evidences the transfer of the ERCs from Seller to Buyer, Buyer shall wire the Purchase Price to Seller per Seller's instructions. In the event that at any time prior to the issuance by SCAQMD of the documentation that evidences the transfer of the ERCs from Seller to Buyer, the ERCs cease, for any reason, including any change in legislation or the SCAQMD Rules, beyond the reasonable control of the parties, to be the ERCs tradable in accordance with the SCAQMD Rules as they exist as of the date of this Agreement, then Buyer may terminate this Agreement without any liability or obligation to any party. After the ERCs are transferred to Buyer, in the event that the SCAQMD provides written notification to the parties that the ERCs were issued in error to Seller by the SCAQMD, Seller shall refund the Purchase Price to Buyer within 10 days of Seller's receipt of such notification and Buyer shall take steps necessary to deliver the ERCs to Soller.
- Brokerage. Buyer and Seller agree to pay Cantor Fitzgerald Brokerage, LP's (CF's) Clean Air Auction fee as stipulated in their respective transaction confirmations and to pay such fees simultaneous with transfer of the Purchase Price to Seller. Buyer represents and warrants to Seller, and Seller represents and warrants to Buyer that, aside from CF, no broker or finder has been engaged by it, respectively, in connection with this Agreement. Each party shall indennify and hold harmless the other from all damages resulting from any claims that may be asserted against the other party by any broker, finder, or other person with whom the indennifying party has dealt.
- 6. Warranty. Seller warrants Seller is the sols owner of record of the ERCs that will be transferred to Buyer free and elega of all encumbrances. Suller, moreover, has all necessary approvals to sell

Descinter 18, 1000

12-18-00 03:37PM FROM-CANTOR FITZGERALD EBS

Kenny Sandblasting/NRCI Power Marketing ERC Purchase and Sale Agracinent December 18, 2000 Page 2

the ERCs to Buyer.

- 7. Counterparts. This Agreement may be executed in two or more counterparts, each of which shall be deemed to be an original and all of which shall constitute the same instrument, and may be executed by facsimile copy.
- 8. Additional Documents. At the request of either party, the other party shall use reasonable commercial efforts to execute and deliver such additional documents and do such other acts as may be accessary to early out the full intent and purpose of this Agreement.
- 9. Notice. All notices and other communications in connection with this Agreement shall be sent to the following addresses: (a) For Buyer: NRO Power Marketing Inc. 901 Marquetto Avenue, Suite 2300. Minneapolis, MN 55402, Attention: James Karalus, Telephone No.: (612)373-5307, Facsimile No.: (612)373-8686; For Seller: Kenny Sandblasting, 9625 Rush Street, South El Monte. CA, Attention: Jerry Shapira, Telephone No.: (626)443-8876, Facsimile No.: (6126)494-1946; with a copy to Cantor Fitzgerald Shapira, Telephone No.: (626)443-8876, Facsimile No.: (6126)494-1946; with a copy to Cantor Fitzgerald Shapira, Telephone No.: (626)443-8876, Facsimile No.: (6126)494-1946; with a copy to Cantor Fitzgerald Shapira, Telephone No.: (6126)494-1946; with a copy to Cantor Fitzgerald Shapira, Telephone No.: (6126)494-1946; with a copy to Cantor Fitzgerald Shapira, Telephone No.: (6126)494-1946; with a copy to Cantor Fitzgerald Shapira, Telephone No.: (6126)494-1946; with a copy to Cantor Fitzgerald Shapira, Telephone No.: (6126)494-1946; with a copy to Cantor Fitzgerald Shapira, Telephone No.: (6126)494-1946; with a copy to Cantor Fitzgerald Shapira, Telephone No.: (6126)494-1946; with a copy to Cantor Fitzgerald Shapira, Telephone No.: (6126)494-1946; with a copy to Cantor Fitzgerald Shapira, Telephone No.: (6126)494-1946; with a copy to Cantor Fitzgerald Shapira, Telephone No.: (6126)494-1946; with a copy to Cantor Fitzgerald Shapira, Telephone No.: (6126)494-1946; with a copy to Cantor Fitzgerald Shapira, Telephone No.: (6126)494-1946; with a copy to Cantor Fitzgerald Shapira, Telephone No.: (6126)494-1946; with a copy to Cantor Fitzgerald Shapira, Telephone No.: (6126)494-1946; with a copy to Cantor Fitzgerald Shapira, Telephone No.: (6126)494-1946; with a copy to Cantor Fitzgerald Shapira, Telephone No.: (6126)494-1946; with a copy to Cantor Fitzgerald Shapira, Telephone No.: (6126)494-1946; with a copy to Cantor Fitzgerald Shapira, Telephone No.: (6126)494-1946; with a copy to Cantor Fitzgerald Shapira, Telephone No.: (6126
- 10. Entirety. This Agrosment sets forth the entire agreement of the parties with respect to the matters contained herein and all prior understandings, negotiations, and agreements with respect to same are merged heroin.
- 11. Assignees. Buyer and Seller may assign their rights, duties and obligations pursuant to this Agreement. The party assigning its rights to another must notify the other party in writing of such transfer of tights, duties, and obligations prior to the completion of the final transaction of this Agreement.
- 12. Applicable Law. THIS AGREEMENT SHALL HE GOVERNED BY AND CONSTRUED IN ACCORDANCE WITH THE LAWS OF THE STATE OF CALIFORNIA.

Executed as of the date first above written.

Note Dower Merbeling for Buyer

Date

Conny Sandblasting. Soller

Date

Kenny Sandblasting Inc.

9625 East Rush Street So. El Monte, CA 91733-1782 (818) 443-8876

December 27, 2000

Mr. Phil Barroca South Coast Air Quality Management District 21865 E. Copley Drive Diamond Bar, California 91765-4182

> PM10 ERC Sale/Cantor Fitzgerald Acting on Behalf of Kenny Sandblasting

Dear Mr. Barroca:

Please accept this package to transfer 7 pounds per day (lbs/day) of Kenny Sandblasting Inc.'s PM10 ERCs from ERC Certificate Number AQ000210 to NRG Power Marketing Inc. (NRG).

Please note that Cantor Fitzgerald is hereby authorized to act on behalf of Kenny Sandblasting Inc. in the processing of the ERC transfer. Please provide to Cantor Fitzgerald a receipt acknowledging your acceptance of this transfer package.

Thank you for your timely response to our ERC transfer request. If any questions arise, please feel free to call me at (626)443-8876.

Sincerely,

KENNY SANDBLASTING. INC

Jerry Shaprio

Authorized Representative

cc: Robin Langdon, Cantor Fitzgerald

MAR-10-2001 15:01 IKON 612 373 8800 P.08/12 APPLICATION FOR EMISSION REDUCTION CREDIT (ERC) CERTIFICATE OF TITLE FORM 401

ERC APPLICATION TYPE:	NEW	CHANGE	OF TITLE	<u>x</u>	ALTERATIO	ON
INFORMATION REQUIRED	FOR A NEW ERC					
EMISSION REDUCTION OBTAINED					Mos!	
Facility Out of Business	New APC Device	Process Change	Other, Exp	ia:n		
EQUIPMENT DESCRIPTION.		PERMIT	TIAPPLICATION N	o.: <u> </u>		
		DATE C	of REDUCTION (m	lo(day/year):		;
INFORMATION FOR CHAN	GE OF TITLE OR	ALTERATION				
NAME AS IT APPEARS ON ERC CE	ERPIFICATE, Kenny Sand	asting Inc.				
EXISTING ERC CERTIFICATE NO.	AQ000210	ROG	хСИ	\$0x	co	PM10
EXISTING EMITTANT AMOUNT (Ib	s/day)			1		17
ALTERED EMITTANT AMOUNT (Ib	s/day)					7
REMAINING EMITTANT AMOUNT ((bs/day)					10
FACILITY INFORMATION					, , , , , , , , , , , , , , , , , , ,	
LEGAL NAME OF APPLICANT	COMPANY ID NO. 2	5- 42843	87	RS OR	SOCIAL SE	CURITY NO
Kenny Sandblasting Inc.						
Trem our contasting the						
EMISSION REDUCTION LOCATION	: ADDRESS & STREET:	9625 E. Rush Str	eet			
 	CITY South El Mon	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		STATE CA	Z'P CODE	91733
				*****	******	
BUSINESS MAILING ADDRESS	ADDRESS & STREET:		۸r, ک			
	CITY			STATE: CA	Z#F CODE	
						
LOCATION WHERE ERC WILL BE	ADDRESS & STREET:	N/A		,		
USED FOR OFFSET (IF KNOWN).	C:TY:			STATE: CA	ZIP CODE	•
NAME(S) OF OWNER/PRINCIPAL P	ARTNERS KEITH	11/20100	7-60 5.		7 '	
CONTACT PERSON AND TITLE	NEITH	SHAPIPO	JERRY	TELEPHONE NO	? , 62	
Jerry Shapiro				26)443-8876		
EG YOU CLAIM CONFIDENTIALITY	OF DATA?YES	NO If Ye	s, state nature of d			
			o, state hardle c. c	ata.		
HEREBY CERTIFY, UNDER PENAL THIS APPLICATION ARE TRUE AND	TY OF PERJURY, THAT	ALL INFORMATION C	ONTAINED HERE	IN AND INFORM	IMBUZ NOITAN	TTED WITH
30	an Zaich .	Shapio	Titue: Vica	PRESINE	TNT PERS	108717
TYPE OR PRINT NAME OF SIGNER		TELE	EPHONE NO.		- DATE:	
JERRY SHAPE	ILETTH SLA		26]443-8	374	12.	31-2000
SCAOMD TOO D'NO.	BCAT		ENGR.:		ั้นทุกรู:	
ONLY	A STATE OF THE PROPERTY OF THE	TYPE: B , C .D	SCHISTEP		STATUS:	
VALIDATION:	LING FEE. DATE		RE	GISTRATION N	ö.:	
128	APPLICATI	ON NO				100 mg



NRG Power Marketing Inc. 901 Marquette Avenue **Suite 2300** Minneapolis, MN 55402-3265

Telephone (612) 373-5307 Fax (612) 373-8686

January 11, 2001

Mr. Phil Barroca South Coast Air Quality Management District 21865 E. Copley Drive Diamond Bar, California 91765-4182

> PM10 ERC Sale/Cantor Fitzgerald Acting on Behalf of NRG Power Marketing

Dear Mr. Barroca:

Please accept this package to transfer 7 pounds per day (lbs/day) of Kenny Sandblasting Inc.'s PM10 ERCs from ERC Certificate Number AQ000210 to NRG Power Marketing Inc. (NRG).

Please note that Cantor Fitzgerald is hereby authorized to act on behalf of NRG in the processing of the ERC transfer. Please provide to Cantor Fitzgerald a receipt acknowledging your acceptance of this transfer package. In addition, please provide notice to Cantor Fitzgerald when a new ERC Certificate for 7 lbs/day of PM10 ERCs is issued to NRG Power Marketing.

Thank you for your timely response to our ERC transfer request. If any questions arise, please feel free to call me at (612)373-5307.

Sincerely,

NRG POWER MARKETING, INC

James Karalus

Authorized Representative

cc: Robin Langdon, Cantor Fitzgerald

R-10-2001 15:02 IKON 612 373 8800 P.10/12 APPLICATION FOR EMISSION REDUCTION CREDIT (ERC) CERTIFICATE OF TITLE **FORM 401**

ERC APPLICATION TYPE:	NEW	X_CHANGE OF	TITLE		ALTERATIO	NC
INFORMATION REQUIRED	FOR A NEW ERC					
EMISSION REDUCTION OBTAINED	D BY;Equipment Alter		Equipmen			le Source
Facility Out of Business	New APC DevicePro	ocess Change _	Other, Exp	plain:		
EQUIPMENT DESCRIPTION:		PERMIT/AF	PLICATION 1	NO.:		
		DATE OF F	REDUCTION (r	mo/day/year):	1	1
INFORMATION FOR CHAN	GE OF TITLE OR ALTER	RATION				
NAME AS IT APPEARS ON ERC C	CERTIFICATE: Kenny Sandblasting	Inc,				
EXISTING ERC CERTIFICATE NO	· AQ000210	ROG	NOx	SOx	СО	PM10
EXISTING EMITTANT AMOUNT (IN						
ALTERED EMITTANT AMOUNT (ID	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,					7
REMAINING EMITTANT AMOUNT						
FACILITY INFORMATION		<u> </u>				
LEGAL NAME OF APPLICANT:	COMPANY ID NO.: 4119107	727		IRS OR	SOCIAL SEC	CURITY NO
LEGAL NAME OF AFFLIORIN.	COMPANT ID NO. TITALE	÷	_	ika jok		JUNIT ITQ.
NRG Power Marketing Inc.			•			
EMISSION REDUCTION LOCATION	NI. ADDDECC & CTDEET: 9675	E Duch Street				
EMISSION REDUCTION LOCKTOI	CITY: South El Monte	E. Rusii Gilee.		STATE: CA	ZIP CODE:	01733
	CITT: QUAIT LI MOITE			JINIE. UN	رب به	31700
BUSINESS MAILING ADDRESS:	ADDRESS & STREET: 901 M	arquette Aven	iue. Suite 2	2300		
	CITY: Minneapolis			STATE: MN	ZIP CODE:	: 55402
	-			 		
LOCATION WHERE ERC WILL BE	ADDRESS & STREET: 301 Vi	ista Del Mar				
USED FOR OFFSET (IF KNOWN):	CITY: El Segundo	2		STATE: CA	ZIP CODE:	90245
NAME(S) OF OWNER/PRINCIPAL I	DADTHEDS: 11RG POI	wer plan	Kating	ア		
	PARTNERS: NEG 1-	~ 1			_	
CONTACT PERSON AND TITLE: James Karalus				TELEPHONE NO (612)37	o 73-5307	
	· w					,
DO YOU CLAIM CONFIDENTIALITY	Y OF DATA? YES X	NO If Yes, st	tate nature of	data:		
I HEREBY CERTIFY, UNDER PENA		FORMATION CON	TAINED HER	REIN AND INFOR	MATION SUBM	ITTED WITH
THIS APPLICATION ARE TRUE AN SIGNATURE:	D CORRECT.	•	M	<u> </u>	Finiss	
- Jane	-draxus			ana gas		1093
TYPE OR PRINT NAME OF SIGNET	R:		IONE NO.:		DATE:	
James Karalus			73-5307			
SCAONDIA CO (DAO)	The state of the s					: :
AFORT THE STATE OF			(नेशः सन् _{याः)}	and V	77.111	1
VALIDATION	TENCHARASTER STATE	THE PARTY OF THE P	13.3	بالله إفالك المالك	.	10 7.3



February 13, 2001

Mr. Phil Barroca South Coast Air Quality Management District 21865 E. Copley Drive Diamond Bar, California 91765-4182 Telefax: (909)396-2461

Recent PM10 ERC Transfer

Dear Mr. Barroca:

Per our conversation, we understand that the following PM10 ERC transfer has been completed by the SCAQMD:

Kenny Sandblasting Inc.'s transfer of 7 lbs/day of PM10 ERCs to NRG Power Marketing Inc., as reflected by NRG Power Marketing Inc.'s new ERC Certificate No. Access for 7 lbs/day of PM10 ERCs and Kenny Sandblasting Inc.'s revised ERC Certificate No. AQ003459 For 10 lbs/day of PM10

This letter serves as confirmation to the above parties that the transaction has been completed by the SCAQMD. Thank you for your assistance. If any questions arise, please feel free to cáli me at (800)228-2955.

Sincerely.

CANTOR FITZGERALD BROKERAGE, L.P.

Robin S. Langdon

Vice President

Environmental Brokerage Services

Air Quality Engineer

A 19th primaries on injustral placements in

345 California Straut Stu 1760 San Francisco, CA 84104 415.288.8873 B00.279.2985 415.299.9882 Fax

LAFRC 11,12,413



CANTOR FITZGERALD BROKERAGE, L. P. ENVIRONMENTAL BROKERAGE SERVICES

Los Angeles/San Francisco/New York Phone (800) 228-2955 · Fax (415) 296-9582

TRANSACTION CONFIRMATION CONTINUOUS CLEAN AIR AUCTION NRG-ERC-121500aa

(replaces NRG-ERC-121500a due to additional \$368.79 fee)

Buyer

Buyer Company:

NRG Power Marketing Inc.

901 Marquette Ave., Suite 2300

Minneapolis, MN 55402

Contact:

Jim Karalus

Phone Number:

612-373-5307; 612-889-3509 (cell)

Fax Number:

612-373-8686

Seller Company:

Multi Fuels Marketing

Order and Transaction Date:

12/15/00

Type of Transaction:

SCAQMD PM10, SOx, and NOx ERC Purchase

ERCs Purchased:

2 lbs/day, Coastal Zone, PM10 ERCs @ \$10,000/lb/day

2 lbs/day, Coastal Zone, SOx ERCs @ \$4,250/lb/day

4 lbs/day, Coastal Zone, NOx ERCs @ \$7,250/lb/day

Calculation of Purchase Price and Fees:

ERC Costs:

Clean Air Auction Fee (3.5%):

SCAQMD Fees - 4 x \$368.79 (paid by Buyer):

Total Costs:

\$1,475.16

This transaction, its terms, and the Identities of Buyer and Seller shall be private and confidential. Buyer and Seller shall execute a mutually acceptable purchase and sale agreement. ERC Transfer paperwork shall be submitted as soon as practicable after 01/01/01, and ERC payment monies are to be paid by Buyer to Seller upon Buyer's receipt of the ERCs in Buyer's name. Buyer's failure to comply with the terms of the agreement may result in a finding of default against the non-performing party.

Subject to the execution of a mutually acceptable purchase and sale agreement with Seller, NRG Power Marketing agrees to purchase 2 lbs/day of PM10 ERCs, 2 lbs/day SOx ERCs, and 4 lbs/day NOx ERCs for \$57,500.

Authorized Name

Signature

Date

Thank You For Participating in Cantor Fitzgerald's Clean Air Auction!

nuncement fur furchase arii sale up **EMISSION REDUCTION CREDITS**

THIS AGREEMENT is made this 18th day of December, 2000 by and between Multi Fuols Marketing a Delaware Corporation ("Seller"), and NRO Power Marketing Inc., a Delaware Corporation ("Buyer").

WHEREAS, Soller is the owner of 2 pounds per day ("lba/day") of coastal zone particulate matter with an acrodynamic dismeter of 10 microns or less ("PM10") emission reduction credits ("ERCs"), 2 lbs/day of coastal zone oxides of sulfur ("SOx") ERCs, and 4 lbs/day of coastal zone nitrogen oxides ("NOx") ERCs (collectively "the ERCs") which are defined in and governed by Regulation XIII of the South Coast Air Quality Management District (the "SCAQMD").

WHEREAS, Buyer desires to purchase from Seller and Seller desires to sell to Buyer the ERCs.

AND WHEREAS, both parties desire to fully consummate this purchase and sale, and cause transfer of the ERCs as soon as they reasonably can do so.

- Purchase and Sala of the ERCs. Seller shall sell to Buyer, and Buyer shall purchase from 1. Soller the ERCs.
- Transfer of Ownership of the ERCs. Immediately upon Sciler's receipt of the payment referred to in Paragraph 3 below, the BRCs shall become the sole property and entitlement of Buyer. Except as provided in Paragraph 4 below, upon the payment of monies provided for in Section 3 below of this Agreement and upon Buyer's receipt of documentation evidencing that the ERCs have been transferred to Buyer, Buyer shall have no recourse against Seller in the event of change of law governing the ERCs.
- Purchase Price. The Purchase Price for the ERCs is \$10,000 lb/day for the PM10 ERCs, \$4,250 lb/day for the SOx ERCs, and \$7,250 lb/day/for the NOx ERCs for a total of \$57,500.00.
- Purchase Price Payment. Providing that Buyer and Seller have received Buyer and Seller signed copies of this Agreement, by January 10, 2001, Buyer or Buyer's Agent shall deliver the completed ERC transfer paperwork to the SCAQMD to effect the transfer of the ERCs from Sciller to the Buyer. Within 5 days of receipt of SCAQMD-provided documentation that evidences the transfer of the ERCs from Seller to Buyer, Buyer shall wire the Purchase Price to Seller per Seller's instructions. In the event that at my time prior to the issuance by SCAQMD of the documentation that evidences the transfer of the ERCs from Seller to Buyer, the ERCs cease, for any reason, including any change in legislation or the SCAQMD Rules, beyond the reasonable control of the parties, to be the ERCs tendable in accordance with the SCAQMD Rules as they exist as of the date of this Agreement, then Buyer may terminate this Agreement without any liability or obligation to any party. After the ERCs are transferred to Buyer, in the event that the SCAQMD provides written notification to the parties that the ERCs were issued in error to Seller by the SCAQMD, Seller shall refund the Purchase Price to Buyer within 10 days of Seller's receipt of such notification and Buyer shall take steps necessary to deliver the ERCs to Seller.
- Brokerage. Buyer and Seller agree to pay Cantor Fitzgerald Brokerage, LP'a (CF'a) Clean Air Auction foe as stipulated in their respective transaction confirmations and to pay such fees simultaneous with transfer of the Purchase Price to Seller. Buyer represents and warrants to Seller, and Seller represents and warrants to Buyer that, aside from CF, no broker or finder has been engaged by it, respectively, in connection with this Agreement. Each party shall indemnify and hold harmless the other from all damages resulting from any claims that may be asserted against the other party by any broker, finder, or other person with whom the indemnifying party has dealt.

December 18, 2000

ERC Purchase and Sale Agreement
Documber 18, 2000
Page 2

- 6. Warranty. Sollar warrants Seller is the sole owner of record of the ERCs that will be transferred to Buyer free and clear of all encumbrances. Seller, moreover, has all necessary approvals to sell the ERCs to Buyer.
- 7. Counterparts. This Agreement may be executed in two or more counterparts, each of which shall be deemed to be an original and all of which shall constitute the same instrument, and may be executed by facsimile copy.
- 8. Additional Documents. At the request of either party, the other party-shall use reasonable commercial efforts to execute and deliver such additional documents and do such other acts as may be necessary to carry out the full intent and purpose of this Agreement.
- 9. Notice, All notices and other communications in connection with this Agreement shall be sont to the following addresses: (a) For Buyer: NRG Power Marketing Inc, 901 Marquette Avenue, Suite 2300, Minnespolis, MN 55402, Attention: James Karalus, Telephone No.: (612)373-5307, Facsimile No.: (612)373-8686; For Seller: Multi Pusis Marketing, 7500 San Felipe, Suite 975, Houston, Texas 77063, Attention: Tom Pisula, Telephone No.: (632)251-0825, Facsimile No.: (713)975-9842; with a copy to Cantor Fitzgerald Brokerage, L.P., Environmental Brokerage Services, 345 California Street, Suite 1260, San Francisco, CA 94104, Attention: Robin Langdon, Telephone No.: (800)228-2955, Facsimile No.: (415)296-9582.
- 10. Entirety. This Agreement sets forth the entire agreement of the parties with respect to the matters contained herein and all prior understandings, negotiations, and agreements with respect to same are merged herein.
- Assignces. Buyer and Seller may assign their rights, duties and obligations pursuant to this Agreement. The party assigning its rights to another must notify the other party in writing of such transfer of rights, duties, and obligations prior to the completion of the final transaction of this Agreement.
- 12. Applicable Law. THIS AGREEMENT SHALL BE GOVERNED BY AND CONSTRUED IN ACCORDANCE WITH THE LAWS OF THE STATE OF CALIFORNIA.

Executed as of the date first above written.

NRG-Fower Marketing Inc. Buyer

Date

Multi Fuels Marketing, Sciler

Date



NRG Power Marketing Inc. 901 Marquette Avenue Suite 2300 Minneapolis, MN 55402-3265

Telephone (612) 373-5307 Fax (612) 373-8686

January 11, 2001

similar comments of

Mr. Phil Barroca
South Coast Air Quality Management District
21865 E. Copley Drive
Diamond Bar, California 91765-4182

PM10, SOx, and NOx ERC Sale/Cantor Fitzgerald Acting on Behalf of NRG Power Marketing

Dear Mr. Barroca:

Please accept this package to transfer 2 pounds per day (lbs/day) of Multi Fuels Marketing's PM10 ERCs from ERC Certificate Number AQ00 2660, 2 pounds per day (lbs/day) of Multi Fuels Marketing's SOx ERCs from ERC Certificate Number AQ000151 4 601357 and 4 pounds per day (lbs/day) of Multi Fuels Marketing's NOx ERCs from ERC Certificate Number AQ000832 to NRG Power Marketing Inc. (NRG).

Please note that Cantor Fitzgerald is hereby authorized to act on behalf of NRG in the processing of the ERC transfer. Please provide to Cantor Fitzgerald a receipt acknowledging your acceptance of this transfer package. In addition, please provide notice to Cantor Fitzgerald when a new ERC Certificate for 2 lbs/day of PM10 ERCs, 2 lbs/day SOx ERCs, and 4 lbs/day NOx ERCs are issued to NRG Power Marketing.

Thank you for your timely response to our ERC transfer request. If any questions arise, please feel free to call me at (612)373-5307.

Sincerely,

NR&POWER MARKETING. INC

KIONT

James Karalus

Authorized Representative

cc: Robin Langdon, Cantor Fitzgerald

LAERO 11, 12 a 13



February 15, 2001

Mr. Phil Barroca South Coast Air Quality Management District 21865 E. Copley Drive Diamond Bar, California 91765-4182

Telefax: (909)396-2461

Recent NOx. PM10. and SOx ERC Transfers

Dear Mr. Barroca:

Per our conversation, we understand that the following NOx, PM10, and SOx ERC transfers have been completed by the SCAQMD:

MultiFuels Marketing's transfer of 4 lbs/day of NOx ERCs, 2 lbs/day of PM10 ERCs, and 2 lbs/day of SOx ERCs to NRG Power Marketing Inc., as reflected by NRG Power Marketing Inc.'s new ERC Certificate Nos. AQ003465 for 4 1 lbs/day of NOx ERCs, AQ003462 for 2 lbs/day of PM10 ERCs, AQ003463 for 1 lb/day of SOx ERCs, and AQ003464 for 1 lb/day of SOx ERCs.

This letter serves as confirmation to the above parties that the transaction has been completed by the SCAQMD. Thank you for your assistance. If any questions arise, please feel free to call me at (800)228-2955.

Sincerely.

CANTOR FITZGERALD BROKERAGE, L.P.

Robin S. Langdon

Vice President

Environmental Brokerage Services

Barroca & Air Quality Engineer

relative and deal larger while he

345 California Streat San Francisco, CA 94104 415.294.9573 BCQ.228.2955

ATE 300 BLDS For CR + CT TARPERT LINE!

ERC APPLICATION TYPE:	NEW	XCHANGE OF	TITLE		ALTERATION	ı
INFORMATION REQUIRED				#=====================================	Mobile	0
EMISSION REDUCTION OBTAINED	•••		Equipment			
Facility Out of Business						# 1 co #110c c com Name con
EQUIPMENT DESCRIPTION:		PERMIT/A	PPLICATION N	o.:		
				no/day/year):	1 1	
INFORMATION FOR CHANGE	GE OF TITLE C					L III dies and
NAME AS IT APPEARS ON ERC CI			, III.			
EXISTING ERC CERTIFICATE NO.	AQ000832	ROG	NOx	\$Ox	со	PM10
EXISTING EMITTANT AMOUNT (Ib						
ALTERED EMITTANT AMOUNT (Ib			4			
REMAINING EMITTANT AMOUNT	(los/day)	1000 1000 1000 1000 1000 1000 1000 100				
FACILITY INFORMATION	-			- Mari		
LEGAL NAME OF APPLICANT:	COMPANY ID NO	.: <u>411910737</u>		RS OR	SCCIAL SEC	JRITY NO.
NRG Power Marketing Inc.		- Marie - Mari				
EMISSION REDUCTION LOCATION	I- ADDRESS & STRE	= ⊭ T-				
EMISSION REDUCTION LOCATION	CITY:	_ lia 1 i		STATE: CA	ZIP CODE:	
	OII 1.					
THE PROPERTY OF THE PROPERTY O	ADDECC & CTD	EET: <u>901 Marquette Ave</u>	nue. Suite 2	300		
BUSINESS MAILING ADDRESS:				STATE: MN	ZIP CODE:	55402
	CITY: Minneapo		in Alberta	Q1777 E. 10117		
LOCATION WHERE ERC WILL BE	ADDRESS & STRE	EET: 301 Vista Del Mar		<u> </u>	411	
				STATE: CA	ZIP CODE:	90245
USED FOR OFFSET (IF KNÓWN):	CITY: El Segun					
NAME(S) OF OWNER/PRINCIPAL	PARTNERS:	RG Power Mari	tey ins,	TNC		
CONTACT PERSON AND TITLE:				TELEPHONE NO		
James Karalus				(612)3	73-5307	
				1		
DO YOU CLAIM CONFIDENTIALITY	Y OF DATA?	YES NO If Yes.	state nature of	data:		
I HEREBY CERTIFY, UNDER PEN	ALTY OF BER ILIEV	THAT ALL INFORMATION CO	NTAINED HER	EIN AND INFOR	MATION SUBMI	TTED WITH
I HEREBY CERTIFY, UNDER PENI THIS APPLICATION ARE TRUE AN	ND CORRECT.	HIM! DEC HALOURING HOW OF				
1 /)	tamly		TITLE: M	aneger	Emissi.	~ ~ S
		TELE	HONE NO.: 61	144	DATE:	/
TYPE OR PRINT NAME OF SIGNE	dN.		<u> </u>	•	1/11	last
James Karalus					NE TANK	
SCAOMD CO ID NO	BOAT SALES	THE PARTY OF THE P				He was
- ONLY		Translate in the Co.	्रावणके विक		STATUS	obline and the second
VALIDATION:	FILING FEE STOAT	COLUMN TO THE STATE OF THE STAT		EDDITATION	0.	7.
	A STATE OF THE STA	CATION NO. C. T.		77		
Z 2/2 BRND F.TH/IB	ne eighe ile Steine Stein e Steine Steine. Ta	24mm/44mm/2012 1000 1000 1000 1000 1000 1000 1000	IKON	DT	:SI 100Z-0	T-AAM

ERC APPLICATION TYPE:	NEW	X CHAN	GE OF TITLE	=		ALTERATIO	NC
NFORMATION REQUIRE	D FOR A NEW ER	3					••••
MISSION REDUCTION OBTAIN	ED BY:Equipr	ment Alteration	E	quipment l	Removal	Mobi	
Facility Out of Business	New APC Device	Process Char	ngeO	ther, Expla	ain:		
EQUIPMENT DESCRIPTION:	i	PEF	RMIT/APPLIC	ATION NO	D.:		
		DAT	E OF REDU	CTION (mo	o/day/year):	1	1
NFORMATION FOR CHA		ALTERATION	and the second				
NAME AS IT APPEARS ON ERC						v	
EXISTING ERC CERTIFICATE N		RO	G	NOX	SOx	co	PM10
EXISTING EMITTANT AMOUNT							
ALTERED EMITTANT AMOUNT							2
REMAINING EMITTANT AMOUN	1 in a control of the				·		
FACILITY INFORMATION							<u> </u>
		44040727		15	DE OP	COCIAL SE	CLIDITY NO
LEGAL NAME OF APPLICANT:	COMPANY ID NO.:_4	111910/3/		(P	45 UR	SOUME.SE	CURITY NO.
NRG Power Marketing Inc	i.	_					
				l	,	hali da	
EMISSION REDUCTION LOCATI	ON: ADDRESS & STREET	· · · · · · · · · · · · · · · · · · ·					
	CITY:				STATE: CA	ZIP CODE	:
		. 004 11	A	Suite 22	000		
BUSINESS MAILING ADDRESS:		14 .005	Avenue,	Suite 23	STATE: MN	ZIP CODE	· 55402
	CITY: Minneapolis	e redific. in .			SIAIL. WIN	2.1 0002	
LOCATION WHERE ERC WILL !	BE ADDRESS & STREET	r: 301 Vista Del	Mar				
USED FOR OFFSET (IF KNOWN	- -				STATE: CA	ZIP CODE	: 90245
OSEB FOR OFF OCT (III ALLOW)		***		45.	6 T.		
NAME(S) OF OWNER/PRINCIPA	L PARTNERS:	RG Powe	r Ma	i Fe vin	9 112.		
CONTACT PERSON AND TITLE			1		ELEPHONE N	O.: 73-5307	
James Karalus	1. Al-				(012)3		
DO YOU CLAIM CONFIDENTIAL	ITY OF DATA?YE	s <u></u> 100	If Yes, state	nature of d	ata:		
I HEREBY CERTIFY, UNDER PE THIS APPLICATION ARE TRUE	NALTY OF PERJURY, THA	AT ALL INFORMAT	ON CONTAIL	NED HERI	EIN AND INFOR	KMATION SUB	MITTED WITH
l //	Carales		TITLE	≣: Manage	er Emissions		
		ty.	TELEPHONE	NO.:		DATE: /	7
TYPE OR PRINT NAME OF SIG	NEM.		612-373-530			1/0	100
James Karalus			e de la como		Assa Assa Mark		
index BCAUMU/WMP.CU ID NOTS:				6			
USE	Corre	OW BOOK		BIERA!		EVALUS	
USE	Talling are over				खडात्र ्रा द्धः	CA .	

C APPLICATION TYPE:	NEW	X CHANGE OF	TITLE		_ALTERATIO	N
FORMATION REQUIRED	FOR A NEW ERC					
ISSION REDUCTION OBTAINED	BY: Equipmen	nt Alteration _	Equipment	Removal	Mobile	
Facility Out of Business	New APC Device	Process Change _	Other, Exp	lain:		
UIPMENT DESCRIPTION:		PERMIT/AF	PLICATION N	o.:		
		DATE OF F	REDUCTION (n	no/day/year):	1	1
FORMATION FOR CHAN	GE OF TITLE OR A	LTERATION	4 (4) 4			
AME AS IT APPEARS ON ERC C						
XISTING ERC CERTIFICATE NO.	. AC0000851	ROG	NOx	SOx	ÇO	PM10
XISTING ERC CERTIFICATE NO. XISTING EMITTANT AMOUNT (Ib		_				
LTERED EMITTANT AMOUNT (b)				1		
EMAINING EMITTANT AMOUNT			II DIN			
	(index)			<u></u>		
ACILITY INFORMATION					SOCIAL SEC	THEITY NO
EGAL NAME OF APPLICANT:	COMPANY ID NO.: 41	1910737		irs or	_80CIAL SEC	JURITY NO.
RG Power Marketing Inc.						•
NG FOWER MELANDERS INC.					10.	
MISSION REDUCTION LOCATION	N: Address & Street:]	PLACERITA 1				
	CITY: Newhall			STATE: CA	ZIP CODE:	91321
, H. 18. j						
USINESS MAILING ADDRESS:	ADDRESS & STREET:	901 Marquette Ave	nue. Suite			
	CITY: Minneapolis			STATE: MN	ZIP CODE	55402
		004 May - D-1 Man				
OCATION WHERE ERC WILL BE	_			OTATE CA	ZIP CODE	. 00245
JSED FOR OFFSET (IF KNOWN):	CITY: El Segundo			STATE: CA	217 0000	. 80243
NAME(S) OF OWNER/PRINCIPAL	PARTNERS: NRG Pow	er Marketing, Inc.				
				TELEPHONE NO).:	
CONTACT PERSON AND TITLE: James Karalus, Manger En	nis sions			(612)373-		
					-	
DO YOU CLAIM CONFIDENTIALIT	Y OF DATA? YES	X NO If Yes,	state nature of	f data:		
HEREBY CERTIFY, UNDER PEN	ALTY OF BED HIPY THAT	ALL INFORMATION CO	NTAINED HE	REIN AND INFOR	MATION SUBM	ITTED WIT
I HEREBY CERTIFY, UNDER FEN THIS APPLICATION ARE TRUE AI	ND CORRECT.	Maria Distance of				
SIGNATURE:				rager Emissio		
TYPE OR PRINT NAME OF STONE	IR:	TELE	PHONE NO.:	45	DATE:	0-01
James Karalus	na fora	us	612-373	-5307		
				J. 18. 19. 10. N. A. 18. 18. 18. 18.		
			7.72	The state of the s		

APPLICATION FOR EMISSION REDUCTION CREDIT (ERC) CERTIFICATE OF TITLE FORM 401

RC APPLICATION TYPE:NEW	X_CHANGE OF	TITLE		ALTERATIO	N
FORMATION REQUIRED FOR A NEW ERC					
MISSION REDUCTION OBTAINED BY:Equipme	· · · · · · · · · · · · · · · · · · ·	Equipmen		Mabili	
Facility Out of BusinessNow APC Davice	Process Change	Other, Ex	plain:		•
QUIPMENT DESCRIPTION:	PERMIT/AP	PLICATION N	NO.:		
	DATE OF R	EDUCTION (mo/day/year):		1
FORMATION FOR CHANGE OF TITLE OR	ALTERATION	التالمة التسمير التك أن فيسادوه شما			
IAMÉ AS IT APPEARS ON ERC CERTIFICATE: Multi Fuels N	flarketing				
XISTING ERC CERTIFICATE NO.: AQ003264	ROG	NOx	SOx	ÇO	PM10
XISTING EMITTANT AMOUNT (lbs/day)					
LTERED EMITTANT AMOUNT (lbt/day)			1		
REMAINING EMITTANT AMOUNT (IDE/day)					
ACILITY INFORMATION					
EGAL NAME OF APPLICANT: COMPANY ID NO.: 41	1910737	1.1	IRS OR	SOCIAL SEC	LURITY NO.
bound (grante at the planting)					·•·
RG Power Marketing Inc.			AND THE RESIDENCE		
	Di D45- 244				
MISSION REDUCTION LOCATION: ADDRESS & STREET:	Pler A Benn 271		STATE: CA	ZIP CODE:	60004
CITY: Long Beach			SIAIE	المحادث المحادث	3000 1
USINESS MAILING ADDRESS: ADDRESS & STREET:	901 Marquette Aven	ue. Suite i	2300		
CITY: Minneapolis			STATE: MN	ZIP CODE:	55402
OCATION WHERE ERC WILL BE ADDRESS & STREET:	301 Vista Del Mar				
SED FOR OFFSET (IF KNOWN): CITY: El Sagundo			STATE: CA	ZIP CODE:	90245
NO. P.	4				
IAME(S) OF OWNER/PRINCIPAL PARTNERS: NRG Pow	er Marketing, inc.				
ONTACT PERSON AND TITLE: ames Karalus, Manger Emissions			TELEPHONE NO. (612)373-5		
atting tantaned man 8			(+/		
O YOU CLAIM CONFIDENTIALITY OF DATA? YES	X NO If Yes, s	tate nature of	data:		
					TO MAKE
HEREBY CERTIFY, UNDER PENALTY OF PERJURY, THAT HIS APPLICATION ARE TRUE AND CORRECT.	'ALL INFORMATION CON	ITAINED HER	(EIN AND INFORM	ATION SUBMI	TIEU WILL
SIGNATURE:	•	TITLE: Man	ager Emission	18	
YPE OR PRINT NAME OF SIGNER.		ONE NO.:		DATE:	- /
James Karalus Lames Falalu		612-373-	5307	1-30	· ~ 0 /
	والمستحددات المتناز المتناز المتناز	on put the second	A ST THE PERSON NAMED IN COLUMN TWO IS NOT THE OWNER.	والمراكب والمراكب	
		+			्रकाली कर्



CANTOR FITZGERALD BROKERAGE, L. P. ENVIRONMENTAL BROKERAGE SERVICES

Los Angeles/San Francisco/New York Phone (800) 228-2955 · Fax (415) 296-9582

TRANSACTION CONFIRMATION CONTINUOUS CLEAN AIR AUCTION NRG-PM10-011701

Buyer

El Seguada Rojour

Company:

NRG Power Marketing Inc.

901 Marquette Ave., Suite 2300

Minneapolis, MN 55402

Contact:

Jim Karalus

Phone Number:

612-373-5307; 612-889-3509 (cell)

Fax Number:

612-373-8686

Order Date:

01/17/01

Transaction Date:

01/17/01

Type of Transaction:

SCAOMD PM10 ERC Purchase

ERCs Purchased:

3 lbs/day, Inland Zone, PM10 ERCs @ \$7,750/lb/day

Balance due Cantor

\$24,432.54 (see schedule below for detail)

Fitzgerald:

Calculation of Purchase Price and Fees:

ERC Costs:

Clean Air Auction Fee

SCAQMD Fee: (Change of Title)

Total Costs:

\$23,250.00

\$368.79

The completion of the transaction defined by this Transaction Confirmation is contingent upon buyer's delivery of funds and ERC transfer paperwork and seller's delivery of ERCs and ERC transfer paperwork. Fallure to deliver the funds, the ERCs per the Clean Air Auction Agreement, or the ERC transfer paperwork to CF within 4 business days of this Transaction Confirmation may result in a finding of default against the non-performing party.

Wiring Instructions:

Please wire the Total Cost monies in the amount of \$24,432.54 to Cantor Fitzgerald per the following instructions:

Chase Manhattan Bank

ABA 021-000-021

Account # 066 293 375 Attention: Cantor Fitzgerald Brokerage Concentration

Reference: NRG-PM10-011701

Thank You For Participating in Cantor Fitzgerald's Clean Air Auction!

of Jemboras

AGREEMENT FOR PURCHASE AND SALE OF EMISSION REDUCTION CREDITS AND TRANSFER OF TITLE

THIS AGREEMENT is made this 18th day of January, 2001 by and between US Tile ("SELLER") and NRG Power Marketing, Inc. ("BUYER"). Through the Clean Air Auction, sponsored by Cantor Fitzgerald Brokerage, LP and subject to the terms and conditions included in the Clean Air Auction Representation Agreement executed by both parties, SELLER has sold to BUYER and BUYER has purchased from SELLER 3 pounds per day (Ibs/day) of particulate matter with an aerodynamic size of 10 microns or less (PM10) emission reduction credits (ERCs) ("the PM10 BRCs"). The Purchase Price for the PM10 BRCs is \$23,250.00 and is calculated at a rate of \$7,750.00 per lb/day. After the PM10 ERCs are transferred to Buyer, in the event that the SCAQMD provides written notification to the parties that the PM10 ERCs were issued in error to Seller by the SCAQMD, Seller shall refund the respective Purchase Price to Buyer within 10 days of Seller's receipt of such notification. This document transfers all right, title, and interest in the PM10 ERCs from SELLER to BUYER. This Agreement may be executed in two or more counterparts, each of which shall be deemed to be an original and all of which shall constitute the same instrument, and may be executed by facsimile copy. THIS AGREEMENT SHALL BE GOVERNED BY AND CONSTRUED IN ACCORDANCE WITH THE LAWS OF THE STATE OF CALIFORNIA.

Executed as of the date first above written.

By Tile SELLED

IN PRESIDENT

Date: 1/18/01

By Ower Marketing, Inc., BUYER

118 Manage Francisco

Date: 2-4-0/



NRG Power Marketing Inc. 901 Marquette Avenue Suite 2300 Minneapolis, MN 55402-3285

Telephone (612) 373-5307 Fax (612) 373-8886

January 31, 2001

Mr. Phil Barroca
South Coast Air Quality Management District
21865 E. Copley Drive
Diamond Bar, California 91765-4182

PM10 ERC Sale/Cantor Fitzgerald Acting on Behalf of NRG Power Marketing Inc.

Dear Mr. Barroca:

Please accept this package to transfer 3 pounds per day (lbs/day) of US Tile's PM10 ERCs from Certificate number AQ000742 to NRG Power Marketing Inc. (NRG).

Please note that Cantor Fitzgerald is hereby authorized to act on behalf of NRG in the processing of the ERC transfer. Please provide to Cantor Fitzgerald a receipt acknowledging your acceptance of this transfer package. Also, please provide to Cantor Fitzgerald documentation when the ERCs are transferred to NRG.

Thank you for your timely response to our ERC transfer request. If any questions arise, please feel free to call me at (612) 373-5307.

Sincerely,

Jim Karalus

Manager Emissions

cc: Robin Langdon, Cantor Fitzgerald

רימס/ דד

mer Caraley

ERC APPLICATION TYPE:	NEW	X_CHANGE OF	TITLE		ALTERATIO	N
INFORMATION REQUIRED						
EMISSION REDUCTION OBTAINED			Equipment			e Source
Facility Out of Business	New APC Device	Process Change	Other, Expl	ain:		
EQUIPMENT DESCRIPTION:		PERMIT/AF	PPLICATION NO	D.:		· ·
		DATE OF F	REDUCTION (m	o/day/year):	1	1
INFORMATION FOR CHANG	GE OF TITLE OR A	LTERATION				
NAME AS IT APPEARS ON ERC CE	RTIFICATE: US TILE CO	mpany				
EXISTING ERC CERTIFICATE NO.:	AQ000742	ROG	NOx	SOx	co	PM10
EXISTING EMITTANT AMOUNT (Ibs	/day)					
ALTERED EMITTANT AMOUNT (Ibs	/day)					3
REMAINING EMITTANT AMOUNT (bs/day)					
FACILITY INFORMATION						
LEGAL NAME OF APPLICANT:	COMPANY ID NO.:4119	10737		RS OR	_SOCIAL SEC	URITY NO.
	•					
NRG Power Marketing Inc.						
EMISSION REDUCTION LOCATION	· ADDRESS & STREET: 9	09 Railroad St.				
EMISSION REDUCTION LOCATION				STATE: CA	ZIP CODE:	91720
	CITY: Corona			DIAIL. ON	2 11 V 032.	
AND	ADDRESS & STREET: 9	01 Marquette Ave	Suite 2300			
BUSINESS MAILING ADDRESS:	CITY: Minneapolis	or managed to		STATE: MN	ZIP CODE:	55402
	Cit i, timineapons					
LOCATION WHERE ERC WILL BE	ADDRESS & STREET: 3	01 Vista Del <u>Mar</u>				
USED FOR OFFSET (IF KNOWN):	CITY: El Segundo			STATE: CA	ZIP CODE:	90245
USED FOR OFFSET (IF KNOWN).			***	· · · · · · · · · · · · · · · · · · ·		
NAME(S) OF OWNER/PRINCIPAL P	ARTNERS: NRG Power M	Marketing Inc.				
CONTACT PERSON AND TITLE:				TELEPHONE NO. (612) 373-530		
James Karalus, Manager En	nissions			(012) 0:0	•	
DO YOU CLAIM CONFIDENTIALITY	OF DATA? YES	XNO If Yes,	state nature of o	lata:		

I HEREBY CERTIFY, UNDER PENA THIS APPLICATION ARE TRUE AN	LTY OF PERJURY, THAT A	ALL INFORMATION CO	NTAINED HER	EIN AND INFORM	IATION SUBMI	I TED WITH
1 11	1 /1		Mos	nger Emissis	one	
SIGNATURE: HOLLE	Coralne		TITLE: IVIAN	ager Emissi	U119	
TYPE OR PRINT NAME OF SIGNER	₹:	TELEP	HONE NO.: (6	12) 373-5307	DATE:	1/21
James Karalus				man manager of the second I	1 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	71 U
SCAOMD LCO ID NO.	BCATHLESS		ENGR:		UNIT	
USE	CCAT: PARTY	TYPE BAC D	SCH/STEP:	AN 12 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	STATUS	
Control of the property of the	LING FEE DATE		KARAT R	GISTRATION NO	5. W. B.	
IZ 212 BBDD - DAVII		_ / 1 m - m _ 1 m - m - m 10 ft m - m 10 ft m	IKON	2:51		YU



CANTOR FITZGERALD BROKERAGE, L. P. ENVIRONMENTAL BROKERAGE SERVICES

Los Angeles/San Francisco/New York Phone (800) 228-2955 · Fax (415) 296-9582

TRANSACTION CONFIRMATION CONTINUOUS CLEAN AIR AUCTION NRG-ERC-012400a

Buyer

El Sogundo Relower

Buyer Company:

NRG Power Marketing Inc.

901 Marquette Ave., Suite 2300

Minneapolis, MN 55402

Contact:

Jim Karalus

Phone Number:

612-373-5307; 612-889-3509 (cell)

Fax Number:

612-373-8686

Seller Company:

Multi Fuels Marketing

Order and Transaction Date:

1/24/01

Type of Transaction:

SCAQMD PM10 ERC Purchase

ERCs Purchased:

5 lbs/day, Coastal Zone, PM10 ERCs @ \$13,750/lb/day

Total Monies Due CF:

\$71,893.83

Calculation of Purchase Price and Fees:

ERC Costs:

Clean Air Auction Fee

SCAQMD Fees - 2 x \$368.79 (paid by Buyer):

Total Costs:

\$68,750.00

\$737.58

The completion of the transaction defined by this Transaction Confirmation is contingent upon buyer's delivery of funds and ERC transfer paperwork and seller's delivery of ERCs and ERC transfer paperwork. Buyer's failure to deliver the funds or Seller's failure to deliver the ERC transfer paperwork to CF within 4 business days of this Transaction Confirmation may result in a finding of default against the non-performing party.

Thank You For Participating in Cantor Fitzgerald's Clean Air Auction!

AGREEMENT FUR PURCHASE AND SALE OF EMISSION REDUCTION CREDITS AND TRANSFER OF TITLE

THIS AGREEMENT is made this 24th day of January 2001 by and between MULTI FUELS MARKETING (SELLER) and NRG POWER MARKETING, INC. (BUYER). Through the Clean Air Auction, sponsored by Cantor Fitzgerald Brokerage, LP and subject to the terms and conditions included in the Clean Air Auction Representation Agreement executed by both parties, SELLER has sold to BUYER and BUYER has purchased from SELLER 5 pounds per day (lbs/day) of particulate matter with an aerodynamic dismter of 10 microns or less (PM10) emission reduction credits (ERCs) ("the PM10 ERCs"), which are derived from former ERC Certificate Numbers AQ000013 and AQ00 1022 as issued by the South Coast Air Quality Management District ("SCAQMD") and defined by SCAQMD Regulation XIII. SELLER warrants the following: (a) SELLER is the sole owner of record of the PM10 ERCs that will be transferred to BUYER free and clear of all encumbrances; and (b) SELLER has all necessary approvals to sell the PM10 ERCs to BUYER. The Purchase Price for the PM10 ERCs is \$68,750 calculated at a rate of \$13,750 for the Coastal Zone PM10 ERCs. After the PM10 ERCs are transferred to BUYER, in the event that the SCAQMD provides written notification to the parties that the PM10 ERCs were issued in error to SELLER by the SCAQMD, SELLER shall refund the Purchase Price to BUYER within 10 days of SELLER's receipt of such notification. This document transfers all right, title, and interest in the PM10 ERCs from SELLER to BUYER. This Agreement may be executed in two or more counterparts, each of which shall be deemed to be an original and all of which shall constitute the same instrument, and may be executed by facsimile copy. THIS AGREEMENT SHALL BE GOVERNED BY AND CONSTRUED IN ACCORDANCE WITH THE LAWS OF THE STATE OF CALIFORNIA.

Executed as of the date first above written.

By ____

For MULTI FUELS MARKETING SELLER

Its Tyndon

Date: 2/13/01

For NI

NRG POWER MARKETING, INC.

BUYER

Its Hangger Emission

Date: 9/8/0/



NRG Power Marketing Inc. 901 Marquette Avenue Suite 2300 Minneapolis, MN 55402-3265

Telephone (612) 373-5307 Fax (612) 373-8686

February 8, 2001

Mr. Phil Barroca South Coast Air Quality Management District 21865 E. Copley Drive Diamond Bar, California 91765-4182

PM10 ERC Sale/Cantor Fitzgerald Acting on Behalf of NRG Power Marketing Inc.

Dear Mr. Barroca:

Please accept this package to transfer 5 pounds per day (lbs/day) of Multi Fuels Marketing Company's PM10 ERCs from Certificate number AQ000102 and AQ001022 to NRG Power Marketing Inc. (NRG).

Please note that Cantor Fitzgerald is hereby authorized to act on behalf of NRG in the processing of the ERC transfer. Please provide to Cantor Fitzgerald a receipt acknowledging your acceptance of this transfer package. Also, please provide to Cantor Fitzgerald documentation when the ERCs are transferred to NRG.

Thank you for your timely response to our ERC transfer request. If any questions arise, please feel free to call me at (612) 373-5307.

Sincerely,

Jim Karalus

Manager Emissions

cc: Robin Langdon, Cantor Fitzgerald

ERC APPLICATION TYPE:	NEW	X_CHANGE OF TITLE			ALTERATION	
INFORMATION REQUIRED						
EMISSION REDUCTION OBTAINED		nt Alteration			Mobil	
Facility Out of Business	New APC Device	Process Change	Other, Exp	lain:		
EQUIPMENT DESCRIPTION:		PERMIT/A	PPLICATION N	O.:		
			REDUCTION (n		/	,
INFORMATION FOR CHAN	GE OF TITLE OR A	LTERATION				
NAME AS IT APPEARS ON ERC CI						
EXISTING ERC CERTIFICATE NO.	formerly AQ001022	ROG	NOx	SOx	со	PM10
EXISTING EMITTANT AMOUNT (Ib	s/day)					
ALTERED EMITTANT AMOUNT (Ib:	s/day)					3
REMAINING EMITTANT AMOUNT ((lbs/day)					
FACILITY INFORMATION				<u> </u>	l:	
LEGAL NAME OF APPLICANT:	COMPANY ID NO.: 411	910737		RS OR	SOCIAL SEC	URITY NO
						57417 1 1 CO.
NRG Power Marketing Inc.						
EMISSION REDUCTION LOCATION		221 E. Saint Andre	ws Place			
	CITY: Santa Ana			STATE: CA	ZIP CODE: 9	92707
BUSINESS MAILING ADDRESS:	ADDRESS & STREET: 90	11 Marquette Aven	ua Suita 23	ROO		
DOUNTED IN HEING MADERIAGE.	CITY: Minneapolis	en marquotto Avon	ide, Cuite Li	STATE: MN	ZIP CODE:	55402
	Cit i i i i i i i i i i i i i i i i i i			STATE: MIN	ZIP CODE: 1	35402
LOCATION WHERE ERC WILL BE	ADDRESS & STREET: 30	11 Vista Del Mar	••			
USED FOR OFFSET (IF KNOWN):	CITY: El Segundo			STATE: CA	ZIP CODE:	90245
NAME(S) OF OWNER/PRINCIPAL PA	ARTNERS: NRG Power N	Aarketing Inc.				
CONTACT PERSON AND TITLE:			T	ELEPHONE NO		
James Karalus, Manager En	ils ious			(612)373-53	U <i>7</i>	
DO YOU CLAIM CONFIDENTIALITY OF DATA? YES NO If Yes, state nature of data:						
I HEREBY CERTIFY, UNDER PENALTY OF PERJURY, THAT ALL INFORMATION CONTAINED HEREIN AND INFORMATION SUBMITTED WITH						
THIS APPLICATION ARE TRUE AND CORRECT.						
SIGNATURE: TITLE: Manager Emissions						
TYPE OR PRINT NAME OF SIGNER		j .	ONE NO.:		DATE:	1
James Karalus	nder begreter der gereine mit einer der Andreas einer der		373-5307	Michigan in a suite parties in the land	0/10	701
SCAOMD COID NO.	BCAT:		NGR: 122		UNIT IC.	
ONLY	CCATTLES				STATUS I	
VALIDATION:	LING FEE L DATE			ISTRATION (C	在一种工程	
11 212 000W F.WO/1W			と!こと t	ノフ・ロ	TAMP-MT.	- JHIL

ERC APPLICATION TYPE:	NEW	X_CHANGE OF	TITLE		ALTERATIO	ЭМ
INFORMATION REQUIRED						
EMISSION REDUCTION OBTAINED			Equipment		Mobi	
Facility Out of Business	New APC Device	Process Change	Other, Expl	ain:		
EQUIPMENT DESCRIPTION:		PERMIT/A	PPLICATION NO) .;		
			REDUCTION (m			
INFORMATION FOR CHANG	E OF TITLE OR AL					
NAME AS IT APPEARS ON ERC CE	RTIFICATE: Multi Fuels I	Marketing				
EXISTING ERC CERTIFICATE NO.:	formerly AQ000013	ROG	NOx	SOx	CO	PM10
EXISTING EMITTANT AMOUNT (Ibs	'day)			•		
ALTERED EMITTANT AMOUNT (lbs/	day)					2
REMAINING EMITTANT AMOUNT (I	os/day)		*			
FACILITY INFORMATION					·	<u> </u>
LEGAL NAME OF APPLICANT:	COMPANY ID NO.: 4119	10737	IF	S OR	SOCIAL SEC	URITY NO.
NRG Power Marketing Inc.						

EMISSION REDUCTION LOCATION:		236 S. Illinois Ave	2			
	CITY: Paramount			STATE: CA	ZIP CODE:	90723
BUSINESS MAILING ADDRESS:	ADDRESS & STREET: 901	1 Marquette Aven	ue Suite 23	on		······································
	CITY: Minneapolis			STATE: MN	ZIP CODE:	55402
	•					
LOCATION WHERE ERC WILL BE	ADDRESS & STREET: 301	l Vista Del Mar				
USED FOR OFFSET (IF KNOWN):	CITY: El Segundo			STATE: CA	ZIP CODE:	90245
			V V			1
NAME(S) OF OWNER/PRINCIPAL PA	RTNERS: NRG Power M	arketing Inc.				
CONTACT PERSON AND TITLE:				LEPHONE NO		
James Karalus, Manager Emi				(612)373-53(u7	
DO YOU CLAIM CONFIDENTIALITY C	F DATA? YES _	NO If Yes, st	tate nature of da	ta:		
I HEREBY CERTIFY, UNDER PENALT THIS APPLICATION ARE TRUE AND	Y OF PERJURY, THAT ALL	. INFORMATION CON	TAINED HEREI	N AND INFORM	IATION SUBMIT	TED WITH
SIGNATURE: XXXIII	espelar		_	ar Emission	ზ 	-
TYPE OR PRINT NAME OF SIGNER:		1	ONE NO.:		DATE:	/_ /
James Karalus	LANCONNELLE ROMAN - LANGON ON THE CHARLES	(612)	373-5307		J-142	C
SCAOMD COID NO.:	BCAT		NGR:		UNIT	
ONLY	CCATA	PE B C D 8	CH/STEP:		STATUS	
VALIDATION: FIL	NG FEET DATE TO		REG	ISTRATION NO		



CANTOR FITZGERALD BROKERAGE, L. P. ENVIRONMENTAL BROKERAGE SERVICES

Los Angeles/San Francisco/New York Phone (800) 228-2955 · Fax (415) 296-9582

REVISED TRANSACTION CONFIRMATION CONTINUOUS CLEAN AIR AUCTION NRG-NOxERC-020101

Buyer

(replaces NRG-NOxERC-020101 - new quantity)

Company:

NRG Power Marketing Inc.

901 Marquette Ave., Suite 2300

E (Soganda Repowering

Minneapolis, MN 55402

Contact:

Jim Karalus

Phone Number:

612-373-5307; 612-889-3509 (cell)

Fax Number:

612-373-8686

Order Date:

2/01/01

Transaction Date:

2/01/01

Type of Transaction:

SCAQMD NOx ERC Purchase

ERCs Purchased:

20 lbs/day, Coastal Zone, NOx ERCs @ \$6,000 /lb/day

Balance due Cantor

\$124,568.79 (see schedule below for detail)

Fitzgerald:

Calculation of Purchase Price and Fees:

ERC Costs:

SCAQMD ERC Change of Title Fee

Clean Air Auction Fee (::

Total Costs:

\$120,000.00

\$368.79

or Junk

The completion of the transaction defined by this Transaction Confirmation is contingent upon the performance of the Seller. Buyer and Seller shall deliver executed ERC order forms, Buyer shall deliver funds and ERC transfer paperwork, and Seller shall deliver ERCs and ERC transfer paperwork. Elther party's failure to deliver executed ERC order forms, Buyer's failure to deliver the funds or Seller's failure to deliver the ERC transfer paperwork to CF within 4 business days of this Transaction Confirmation muy result in a finding of default against the non-performing party.

Wiring Instructions:

Please wire the *Total Cost* monies in the amount of \$124,200 to Cantor Fitzgerald per the following instructions:

Chase Manhattan Bank

ABA 021-000-021 Account # 066 293 375

Attention: Cantor Fitzgerald Brokerage Concentration

Reference: NRG-NOx-020101

and please send a check payable to the SCAQMD in the amount of \$368.79 to the San Francisco office.

Thank You For Participating in Cantor Fitzgerald's Clean Air Auction!

Page 1 of 1

AGREEMENT FOR PURCHASE AND SALE OF EMISSION REDUCTION CREDITS AND TRANSFER OF TITLE

THIS AGREEMENT is made this 5th day of February, 2001 by and between Union Carbide Corporation ("SELLER") and NRG Power Marketing Inc.. ("BUYER"). Through the Clean Air Auction, sponsored by Cantor Fitzgerald Brokerage, LP and subject to the terms and conditions included in the Clean Air Auction Representation Agreement executed by both parties, SELLER has sold to BUYER and BUYER has purchased from SELLER 20 pounds per day (lbs/day) of nitrogen oxides (NOx) emission reduction credits (ERCs) ("the NOx ERCs"). The Purchase Price for the NOx ERCs is \$120,000 and is calculated at a rate of \$6,000.00 per lb/day. After the NOx ERCs are transferred to Buyer, in the event that the SCAQMD provides written notification to the parties that the NOx ERCs were issued in error to Seller by the SCAQMD, Seller shall refund the respective Purchase Price to Buyer within 10 days of Seller's receipt of such notification. This document transfers all right, title, and interest in the NOx ERCs from SELLER to BUYER. This Agreement may be executed in two or more counterparts, each of which shall be deemed to be an original and all of which shall constitute the same instrument, and may be executed by facsimile copy. THIS AGREEMENT SHALL BE GOVERNED BY AND CONSTRUED IN ACCORDANCE WITH THE LAWS OF THE STATE OF CALIFORNIA.

Executed as of the date first above written.	
1111	
By Junt 1 Teringhauser	Ву
For Union Carbide Corporation, SELLER	For NRG Power Marketing Inc., BUYER
Its ENERAL MANDER- INVESTMENT RECOVERY	Tto
2101	16
Date: 2501	Date:



excellence through quality

UNION CARBIDE CORPORATION Investment Recovery Department PO Box 8381, South Charleston, WV 25303

February 6, 2001

Mr. Phil Barroca South Coast Air Quality Management District 21865 E. Copley Drive Diamond Bar, CA 91765-4182

Subject:

NOx ERC Sale

Cantor Fitzgerald Acting on Behalf of Union Carbide Corporation

Mr. Barroca:

Please accept this package to transfer twenty (20) pounds per day (lbs/day) of Union Carbide Corporation's (UCC's) NOx ERCs from ERC Certificate Number AQ002201 to NRG Power Marketing, Inc.

Please note that Cantor Fitzgerald is hereby authorized to act on behalf of UCC in the processing of the ERC transfer. Please provide to Cantor Fitzgerald a receipt acknowledging your acceptance of this transfer package.

Thank you for your timely response to our ERC transfer request. If any questions arise, please feel free to call me at 304/747-3260.

Best regards,

Kurt Heringhaus

General Manager – Investment Recovery

Copy: Ms. Robin Langdon - Cantor Fitzgerald

Mr. Bob Robinson - UCC